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BEFORE THE ARIZONA CORPORATION COMMISSION

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Arizona Corporation Commission

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**COMMISSIONERS**

GARY PIERCE, Chairman

BOB STUMP

SANDRA D. KENNEDY

PAUL NEWMAN

BRENDA BURNS

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AZ CORP COMMISSION  
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IN THE MATTER OF THE APPLICATION OF  
PALO VERDE UTILITIES COMPANY FOR AN  
EXTENSION OF ITS EXISTING CERTIFICATE  
OF CONVENIENCE AND NECESSITY.

Docket No. SW-03575A-03-0586

IN THE MATTER OF THE APPLICATION OF  
SANTA CRUZ WATER COMPANY FOR AN  
EXTENSION OF ITS EXISTING CERTIFICATE  
OF CONVENIENCE AND NECESSITY.

Docket No. W-03576A-03-0586

**NOTICE OF FILING IN COMPLIANCE WITH  
DECISION NO. 67240  
(Acquisition Schedule)**

Global Water - Palo Verde Utilities Company and Global Water - Santa Cruz Water  
Company, in compliance with Decision No. 67240 submit the attached Acquisition Schedule.

RESPECTFULLY submitted this 17th day of January 2012.

ROSHKA DEWULF & PATTEN, PLC.

By

Michael W. Patten

Timothy J. Sabo

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1 Original + 15 copies of the foregoing  
2 filed this 17<sup>th</sup> day of January 2012, with:

3 Docket Control  
4 ARIZONA CORPORATION COMMISSION  
5 1200 West Washington  
6 Phoenix, Arizona 85007

7 Copies of the foregoing hand-delivered/mailed  
8 this 17<sup>th</sup> day of January 2012, to:

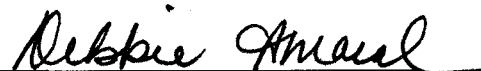
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24 Phoenix, Arizona 85007

25 Brian Bozzo  
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By



## Attachment B

## Acquisition Schedule

This Acquisition Schedule shall be prepared pursuant to the Settlement Conditions contained in Arizona Corporation Commission Dockets No. SW-03575A-03-0568 and No. W-03576A-03-0568.

## PART 1

Describe below each investment in, or acquisition of, any utility made by Global Water Resources, Inc. during the six month period ending on the date this document is executed.

None

## PART 2

As of 30 November 2011, the capital structures of Palo Verde Utilities Company (PVUC) and Santa Cruz Water Company (SCWC) and any other GWR acquired utility are as follows:

	PVUC		SCWC	
	Amount	%	Amount	%
Long-Term Debt*	\$0	0%	\$0	0%
Equity**	\$58,171,123	100%	\$42,341,064	100%
	<b>\$58,171,123</b>	<b>100%</b>	<b>\$42,341,064</b>	<b>100%</b>
Francisco Grande				
Water Utility of Greater Buckeye				
	Amount	%		
Long-Term Debt*	\$0	0%	\$135,301	14%
Equity**	\$0	0%	\$809,401	86%
	<b>\$0</b>	<b>100%</b>	<b>\$944,702</b>	<b>100%</b>
Valencia Water Co				
Water Utility of Greater Tonopah				
	Amount	%		
Long-Term Debt*	\$3,452,351	84%	\$443,064	-42%
Equity**	\$645,720	16%	(\$1,497,034)	142%
	<b>\$4,098,071</b>	<b>100%</b>	<b>(\$1,053,970)</b>	<b>100%</b>
Willow Valley Water Co				
Water Utility of North Scottsdale				
	Amount	%		
Long-Term Debt*	\$421,668	16%	\$0	0%
Equity**	\$2,283,735	84%	(\$243,850)	100%
	<b>\$2,705,403</b>	<b>100%</b>	<b>(\$243,850)</b>	<b>100%</b>
Hassayampa Utility Co				
CP Water Co.				
	Amount	%	Amount	%
Long-Term Debt*	\$0	0%	\$0	0%
Equity**	\$71,095	100%	\$1,916	100%
	<b>\$71,095</b>	<b>100%</b>	<b>\$1,916</b>	<b>100%</b>
Picacho Cove Water				
Picacho Cove Utilities				
	Amount	%	Amount	%
Long-Term Debt*	\$0	0%	\$0	0%
Equity**	\$119,132	100%	(\$55,118)	100%
	<b>\$119,132</b>	<b>100%</b>	<b>(\$55,118)</b>	<b>100%</b>
Baltarra Sewer				
	Amount	%		
Long-Term Debt*	\$0	0%		
Equity**	\$1,765,499	100%		
	<b>\$1,765,499</b>	<b>100%</b>		

\*Include current portion of Long-term Debt.

\*\*Includes Common Stock, Paid In Capital and Retained Earnings (Deficit).

The undersigned also confirm that at no time during the last six months did the equity ratios (as calculated above) of PVUC and SCWC fall below 40%.

WE THE UNDERSIGNED TREVOR T. HILL AND CINDY M. LILES, DO SAY THAT THE ABOVE INFORMATION HAS BEEN PREPARED UNDER OUR DIRECTION AND WE HAVE CAREFULLY EXAMINED THE SAME, AND DECLARE THE SAME TO BE A COMPLETE AND CORRECT STATEMENT OF BUSINESS AND AFFAIRS OF SAID COMPANIES FOR THE PERIOD COVERED BY THIS REPORT IN RESPECT TO EACH & EVERY MATTER AND THING SET FORTH, TO THE BEST OF OUR KNOWLEDGE, INFORMATION AND BELIEF.

X

Signature of owner or official/date

12-Jan-12

X

Signature of owner or official/date

12-Jan-12